

Christian Academy in Japan
Board of Directors Minutes
Harvest Hall, Matsukawa Place and scheduled online video conference
8:45 a.m.
May 11, 2021

Attendance:

Gerald May (TEAM)
Joel Peterson (Member-at-Large)
Anda Foxwell (Head of School)
Daniel Sexton (OMS)
Jeremy Seminoff (Member-at-Large and Educator)
Pauline Carlson (ECC)
Lawrence Spalink (CRJM)
Karen Stoesz (SEND)
Jaine Chung (Jaine Loh) (JVENTURE)

Supervisor- Auditors

Akira Endo
Takahito Iwagami- attended by video conference until 10 a.m.

SY20-21:114 Devotions

Joel Peterson shared from Psalm 28:7.

SY20-21:115 Time of prayer for CAJ (B4.6.7)

Time was spent in prayer for CAJ.

SY20-21:116 Call to order / Determination of Quorum (AoE Chap 3, 18.8)

The meeting was called to order at 9:08 a.m. A quorum was established according to policy.

SY20-21:117 Approval of agenda (B 4.3.5.3)

MSC to approve the agenda as presented.

SY20-21:118 Approval of signers for today's minutes (AoE Ch. 3, 20.2)

MSC to approve Gerald May, Lawrence Spalink and Karen Stoesz as signers for these minutes.

SY20-21:119 Approval of Business Report

Motion to approve the Business Report for 2020-2021

Unanimously approved.

SY20-21:120 Acceptance and Approval of the Audited Financial Statements

Motion to accept the Audited Financial Statements and approve the results for the fiscal year April 1, 2020 – March 31, 2021 with revenue of ¥844,846,728 and expenses of ¥760,591,218 resulting in an accounting surplus of ¥84,255,510.

Unanimously approved.

SY20-21:121 Acceptance of Supervisor-Auditors report

Motion to accept the Supervisor Auditors' audit report for 2020-2021.

Unanimously approved with thanks to Akira Endo and Takahito Iwagami.

SY20-21:122 Approval of third-party Audit (AE §23.1)

The Audit Opinions from the Independent Auditor's Report from Mr. Wada of Wada Certified Public Accountant Office for the fiscal year ending March 31, 2021 was distributed to the board members.

Motion to approve the third-party audit for financial year April 1, 2020 to March 31, 2021.

Unanimously approved

SY20-21:123 Approval of Increase to Building Project and 2021-2022 Capital Budget

Motion to approve a ¥50,000,000 increase in the building project budget. This resolution effectively increases the fiscal 2021/22 capital budget from ¥430,541,110 to ¥480,541,110. Therefore, this supersedes the approval in BoD Minutes SY20-21:89. It is also noted that this resolution effectively increases the entire project amount from ¥840,000,000 to ¥890,000,000. Therefore, this supersedes the approval in BoD minutes SY19-20:82.

Unanimously approved.

SY20-21:124 Governance and Policy Review Committee Assignments

- The G&PR committee was asked to review the updated Compensation Plan (B2.9.1) and to review the updated TAP process.
- Policy shows that the BoD needs to approve the hiring of the principals, Business Manager and SSS heads. With the increase in the LT should this change to include all the LT or none of the LT? *B2.2.10 When hiring principals, the business manager, or the director of School Support Services, bring the respective candidate's file to the board meeting for review, discussion and approval. (SY 07-08:72; SY 09-10:140; SY 11-12:183)*
 - Safeguarding integrity in hiring
 - Timing could be difficult to gain board approval when in the midst of the hiring process
 - The board doesn't approve who is on the LT
- **4.3.6** *The board shall select a process to review the school philosophy (A 5.1)(should be 4.1) and mission statement (A 5.2)(should be 4.2) and their implementation in the year preceding the full WASC self-evaluation and in the year preceding the mid-term WASC review.*

SY20-21:125 Monitoring Report

Anda Foxwell presented the monitoring report.

MSC to approve the May 2021 Monitoring Report with great thanks.

SY20-21:126 Historical Abuse Investigation Update

An update was given.

SY20-21:127 Strategic Discussion

Maintaining CAJ's Spiritual Core

See three presentations in board Drive - "Spiritual Formation – Daniel Egeler"

This discussion was deferred to next school year.

SY20-21:128 Executive Session

An executive session was convened at 12:36 p.m. and ended at 1:14 p.m.

SY20-21:129 Acceptance of Head of School Resignation

In accordance with board policy B2.5.4 regarding head of school succession, Anda has informed the board of her intention to leave her position as head of school effective June 30, 2022.

MSC to accept the resignation of Head of School Anda Foxwell effective June 30, 2022.

SY20-21:130 Board of Directors Chair Reports

- B.3, B.4 policy compliance report
- **Partial-compliance items**
 - **4.3.6** *The board shall select a process to review the school philosophy (A 5.1)(should be 4.1) and mission statement (A 5.2)(should be 4.2) and their implementation in the year preceding the full WASC self-evaluation and in the year preceding the mid-term WASC review.*
 - This policy needs updating in reference numbers and terminology. However, the intent is to direct our attention to our school philosophy and mission statement in the year preceding the mid-term WASC review. We actually completed the mission statement review and rework in the 2019-2020 school year. However, I neglected to direct our attention to our philosophy statement this past year. This needs to be addressed before the next full WASC review.
- **Non-compliance**
 - **4.4.5** *The board chair shall annually have the board review the last five years of staff exiting reports to discern possible trends.*
 - I was able to gather very limited information on staff departures for the last 2 years, none based on actual exit reports.
 - This item will be added to the Annual Agenda to make sure this happens.
 - **4.10.2.1** *The Board chair will work with the head of school to recommend an appropriate amount for board education for the following year's budget.*
 - I neglected to have this discussion with the Head of School.
 - One way to make sure this conversation happens is to put this item on the finance committee agenda regarding budget matters and the board Annual Agenda.

MSC to accept the B.3, B.4 policy compliance report with thanks.

SY20-21:131 Approval of Head of School's professional development budget for the 2021-2022 school year (B3.3.4)

MSC to approve the Head of School's professional development budget of ¥500,000 for the 2021-2022 school year.

SY20-21:132 Consent agenda

- March 16, 2021 Board of Directors Minutes
- April 26, 2021 Board of Directors Executive Action Minutes
- April 21, 2021 Head of School Evaluation Committee Minutes
- April 29, 2021 Head of School Evaluation Committee Minutes
- May 4, 2021 Head of School Evaluation Committee Minutes
- May 2021 Policy Partial and Non-compliance Report
- 2020-2021 HoS Professional Development Fund Use Report

- May 11, 2021 HoS Report

MSC to approve the consent agenda.

SY20-21:133 Board Housekeeping

- Approve Annual Agenda for SY 2021-2022
 - MSC to approve the Annual Agenda SY 2021-2022
- WASC review online meeting attendance – Tuesday, May 18, 10:30 a.m. – 11:30 a.m. (Anda, Gerald, Pauline, Larry, Joel)
- The board was asked to read: *Understanding Gender Dysphoria: Navigating Transgender Issues in a Changing Culture*. The purchase of this book is reimbursable.
- Board officers will be elected at the September 13, 2021 BoD meeting. Current officers will continue to serve until the election on September 13, 2021.

SY20-21:134 Review and approve minutes of this meeting

Minutes were reviewed to confirm the actions of this meeting.

Motion to approve the minutes of today's meeting with the understanding that minor corrections may be approved at our next Board meeting.

MSC to approve these minutes.

SY20-21:135 Closing Prayer

Larry Spalink closed the meeting in prayer.

SY20-21:136 Adjournment

MSC to adjourn the meeting at 3:06 p.m.

SY20-21:137 Signing of previous Board of Directors meeting minutes (B 4.2.9.5)

The designated signers signed the following sets of minutes:

March 16, 2021 Board of Directors Minutes

April 26, 2021 Board of Directors Executive Action Minutes

Respectfully submitted,

Karen Stoesz
Board secretary

Signers

Gerald May- Board Chair

Lawrence Spalink- Board Member

Karen Stoesz- Board Member